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DELL INC.

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN JOSE DIVISION

CISCO SYSTEMS, INC.,

Plaintiff,

vs.

ARISTA NETWORKS, INC.,

Defendant.

Case No. 5:14-cv-05344-BLF (NMC)

**DECLARATION OF RODERICK M.
THOMPSON ON BEHALF OF THIRD
PARTY DELL INC. IN SUPPORT OF
CISCO SYSTEMS, INC.'S
ADMINISTRATIVE MOTION TO FILE
DOCUMENTS UNDER SEAL (DKT. NO
426)**

Judge: Hon. Beth Labson Freeman

I, Roderick M. Thompson, declare as follows:

1. I am a partner with the firm Farella Braun + Martel LLP, counsel for non-party Dell Inc. ("Dell") with respect to the third-party subpoena served by defendant Arista Networks, Inc. ("Arista") on Dell in the above-captioned matter. I am a member in good standing of the State Bar of California and am admitted to practice before this Court. I have personal knowledge of the facts set forth in this Declaration and, if called as a witness, could and would testify competently to such facts under oath.

2. I file this declaration in support of Cisco Systems, Inc.'s ("Cisco's") Administrative Motion to File Documents Under Seal (Dkt. No. 426), which moves the Court for an order to file under seal the following items related to non-party Dell:

THOMPSON DECL. ISO CISCO'S ADMIN.
MOTION TO FILE DOCUMENTS UNDER SEAL
Case No. 5:14-cv-05344-BLF (NMC)

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1 a. Exhibits 1, 5, 7 and 8 to the Declaration of Andrew M. Holmes (“Holmes
2 Declaration”) (Dkt. Nos. 431-1, 431-5; 431-7, 431-8).

3 3. In this declaration, I explain why a single word in Exhibit 1 to the Holmes
4 Declaration is sealable pursuant to Civil Local Rule 79-5 and provide additional facts in support
5 of Cisco’s Administrative Motion to File Documents Under Seal to the extent that the
6 administrative motion pertains to Dell.

7 4. Specifically, Exhibit 1 to the Holmes Declaration references to the transcript of the
8 deposition of Mr. Gavin Cato as Dell’s corporate designee pursuant to a subpoena served on Dell
9 by Arista. The deposition transcript reflects substantive discussion of the identity and specific
10 technical requirements of a specific customer of Mr. Cato’s previous employer.

11 5. I defended Mr. Cato’s deposition in this action. During the deposition, when
12 Arista’s counsel asked Mr. Cato to identify the specific customer of his previous employer
13 (immediately prior to his joining Dell in 2013) that had specific requirements concerning certain
14 CLI commands, I requested an opportunity to confer with Mr. Cato before he answered the
15 question. After doing so, I specifically designated his response to Arista’s counsel’s question,
16 including the identity of the customer, as highly confidential, attorney’s eyes only under the
17 protective order.

18 6. I understand that “compelling reasons” may exist to seal information in court
19 filings that contain or discuss information about an entity’s confidential “business performance,
20 structure, and finances that could be used to gain unfair business advantage against them,”
21 *Schwartz v. Cook*, No. 15-cv-03347-BLF, 2016 WL 1301186, at *2 (N.D. Cal. Apr. 4, 2016), as
22 well as confidential information about an entity’s “business practices, recruitment efforts, and
23 discussions regarding potential partnerships with other product manufacturers,” *Koninklijke*
24 *Philips N.V. v. Elec-Tech International Co., Ltd.*, No. 14-cv-02737-BLF, 2015 WL 581574, at *1-
25 *2 (N.D. Cal. Feb. 10, 2015).

26 7. The identity of the customer identified by Mr. Cato during his deposition qualifies
27 as confidential “business practices ... and discussions regarding potential partnerships.” The one-
28 word identity of the customer in question appears once in Exhibit 1 to the Holmes Declaration, at

1 paragraph 298 on page 142.

2 8. To assist the Court in locating the single instance where this one-word customer
3 identification appears, I have attached to this declaration as **Exhibit A** a version of Exhibit 1 to
4 the Holmes Declaration, with the single instance of the customer's name redacted in black.

5 9. For these reasons, there are compelling reasons to seal the single instance of the
6 one-word identification of the customer in Exhibit 1 to the Holmes Declaration.

7 Executed on August 9, 2016, at San Francisco, California.

8 I declare under penalty of perjury under the laws of the United States of America that the
9 foregoing is true and correct to the best of my knowledge.

10
11 /s/ Roderick M. Thompson
12 Roderick M. Thompson